

Audio Recording of Conversation, May 18, 2018

Participants:

NERAYOFF:	Steven Nerayoff
PETERS:	Michael Peters
PULVER:	Jeff Pulver
JOHN DOE:	JOHN DOE
JANE DOE:	JANE DOE

Abbreviations:

[UI]	Unintelligible
[IA]	Inaudible
[VO]	Voices overlap
[ph]	Phonetic rendering
[BG]	Background

.....

1 NERAYOFF: ... Coming back and saying, way back when, when we agreed to
2 the air drop, that the air drop came, discussion came after the blog
3 post. I didn't even know about this blog post by the way. So
4 regardless of whether or not I came in before or after, I don't
5 know. And that you and I threatened to destroy them –
6
7 PULVER: When did we threaten to destroy them?
8
9 NERAYOFF: I, we did not...
10
11 PULVER: I was about to say, I never...
12
13 NERAYOFF: ... I did not recall threatening to destroy... I recall last time
14 Michael did-
15
16 PETERS: Yes I did.
17
18 NERAYOFF: Michael did say, Michael did say that last time, yes.
19
20 PETERS: Absolutely.
21
22 NERAYOFF: And last, and last time I don't disagree about that-
23
24 PETERS: Absolutely.
25
26 NERAYOFF: -but back then, Jeff and I did not.
27
28 PULVER: I don't have that in my vocabulary.
29
30 NERAYOFF: Is, is, is, is [REDACTED] [ph] that, the one I'm supposed to be meeting?
31
32 MAN 1: [UI]
33
34 MAN 2: [REDACTED] is the one.
35
36 PETERS: No, we did, we did [VO] absolutely. No no no no no, no no no no
37 no no, I don't know what happened before I was involved, but I've
38 [UI] tell you
39
40 PULVER: This was, this was, this was that they, that this was um, um, before
41 Mike.
42
43 PETERS: Yes.
44
45 NERAYOFF: So, do you, I- I'm not sure why it's relevant because we made an
46 agreement, but they're [VO] saying that they made an agreement

47 under [VO] under duress, that you and I threatened to ruin them.
48
49 PULVER: I- I did not threaten to ruin anybody in that phone call.
50
51 NERAYOFF: And [clears throat] I remember specifically, not specifically, but
52 we know, they, they, they excluded the nine hundred million, and
53 they kept the one point three five [VO], so it was a negotiation
54 there.
55
56 PULVER: Right. [VO]
57
58 NERAYOFF: So if we- [VO]
59
60 JANE DOE: But I, I feel like you guys are-
61
62 NERAYOFF: [VO] The part that's perplexing-
63
64 JANE DOE: - [VO] ganging up on us and pressuring us, [VO] we're in a hotel
65 room, sitting here.
66
67 MAN 1: I know, and that, it's not, okay. Can I, can I just say something,
68 may I?
69
70 NERAYOFF: If, if I was going-
71
72 MAN 1: [VO] May I say something, Steve?
73
74 NERAYOFF: -to [UI] why would I say, give up the nine hundred million?
75
76 MAN 1: Steven, Steven let me say something, okay? Right now, all of this
77 is irrelevant because what's relevant is what the terms are going to
78 be on a go-forward basis. If we have a version, we meaning
79 Alchemist, have a version of what we believe the terms are, and
80 their version of what they believe the terms are, are not the same-
81
82 NERAYOFF: No no no, [VO] they're not saying that the terms are not the same-
83
84 MAN 1: Well yes...
85
86 NERAYOFF: [VO] They're just saying that they, they don't like, they're not,
87 they're not, they, they, they didn't want to agree to it.
88
89 MAN 1: That means, logistically, that they're not going to go forward. So
90 the question is, is whether or not we can, if this is where you are
91 and this is where they are, is if we can come to a meeting with
92 some place that, as you suggested could be beneficial to every

93 party. We don't have to talk about anymore the dur- it's irrelevant.
94 They're denying the contract exists, they're taking the position
95 there's no contract.
96
97 NERAYOFF: Well no, I have- I have it right here.
98
99 MAN 1: But they're taking the position, that there's no- I'm not saying
100 they're right, I'm just saying that's the position they're taking right
101 now. So the first thing that would seem to me to expedite the
102 situation is, is there a way to actually meet in the middle or to meet
103 someplace [VO]
104
105 NERAYOFF: [UI]
106
107 MAN 1: What are you going to do, you gon- you gonna sue her?
108
109 NERAYOFF: That's what we did a month ago.
110
111 MAN 1: You gonna sue her to go forward with the contract?
112
113 NERAYOFF: No, I'm not, [VO] I'm saying-
114
115 MAN 1: I'm just saying that's not, what, what we need to do is we need to
116 figure out whether or not we can come closer on the terms...
117
118 NERAYOFF: [UI] [VO] But the discussion a month ago...
119
120 JANE DOE: As equals and not one being [UI]
121
122 NERAYOFF: ... we'll do the merger, we do the merger and it, it's not going to
123 matter because it's gonna be [VO] Alchemist's responsibility.
124
125 JANE DOE: It does matter, we don't, we want to do it with integrity and make
126 sure we're on the same page.
127
128 NERAYOFF: If you want to do it with integrity then you stick to what you
129 agreed to. [VO]
130
131 MAN 1: Let's stop going back [VO] to that for a minute. It's not helpful
132 [VO]...
133
134 JANE DOE: ...very uncomfortable...
135
136 MAN 1: ... It's just not helpful to go back to that.
137
138 JANE DOE: I feel like I'm getting ganged up on right now.

139
140 NERAYOFF: Okay.
141
142 MAN 1: I mean there are like five of us and two of you [UI]
143
144 JANE DOE: [VO] [UI] extremely aggressive, I don't like it.
145
146 MAN 2: Just so that you understand, everyone here with the exception of
147 Steven is not ganging up on you, it's a one man gang up. But we're
148 all-
149
150 JANE DOE: Very loud, [VO] emotional gang of guys.
151
152 MAN 2: You do understand, all of us are trying to do an intervention with
153 him-
154
155 JANE DOE: [VO] And that's what we want. We want to come to a middle
156 where we are-
157
158 MAN 2: -like you. I'm saying that-
159
160 JANE DOE: Adults in the room [VO] documenting, on the same page, data-
161 driven...
162
163 MAN 1: [VO] We should stop talking about...
164
165 JANE DOE: ...please.
166
167 MAN 1: ... any words like duress or contract or agreement. We should just
168 pretend [VO], we're starting right now, and see if there's a place
169 where we can meet 'cuz otherwise all this is just [VO] a pissing
170 contest. [VO] It's irrelevant to the-
171
172 PULVER: [VO] not in a room but in a restaurant or some place so it feels
173 more comfortable that's fine-
174
175 MAN 1: That's obviously fine 'cuz that's just logistically [VO]
176
177 MAN 1: [VO]
178
179 MAN 1: Logistically I can see that-
180
181 MAN 1: thirty six minutes or we're getting thrown out of this room.
182
183 NERAYOFF: I mean, look, I mean...
184

185 MAN 1: I can see how you logistically [VO] were uncomfortable-
186
187 NERAYOFF: I, my vantage point is this, [VO] my vantage point is [VO] this
188 merger is going to be the best that this [VO] this merger is going to
189 be the best thing that ever happened to Company 1. I think we're
[VO]
190 gonna do the micro-buffs, micro-payments blockchain. I can do the
191 micro-payments blockchain without Company 1. I don't need
Company 1 to
192 do that, and I can capture tens of billions of dollars of value by
193 myself [VO]
194
195 JANE DOE: So you're threatening us again right now?
196
197 NERAYOFF: No, I'm saying-
198
199 JANE DOE: [VO] Okay, so then please stop talking.
200
201 NERAYOFF: No, I'm not threatening...
202
203 JANE DOE: Please stop talking.
204
205 NERAYOFF: ... I'm saying, I'm doing this to benefit all of us.
206
207 JANE DOE: Please stop talking. Can we get our facts together?
208
209 NERAYOFF: I have them right here in an e-mail, text message back and forth
210 between me and you-
211
212 JANE DOE: No-
213
214 NERAYOFF: I don't know what else to say.
215
216 MAN 1: [VO] Alright, but we're, we're going to stop going back to that
217 'cuz otherwise we're just gonna end up no place.
218
219 NERAYOFF: No, I, I [VO] this is a, this is a, this is a [VO] substantive matter-
220
221 MAN 1: Please Steve, if, if...
222
223 NERAYOFF: It's a substantive issue. There's been three agreements. One
224 agreement, we hired JANE DOE to do work for us.
225
226 JANE DOE: No there's no agreement.
227
228 NERAYOFF: [UI] You had an agreement with [REDACTED] to do work.
229
230 JANE DOE: No, you- [VO]

231
232 NERAYOFF: [VO] And you were supposed to do that work, and we counted and
233 you did the work, and we're supposed to pay five hundred dollars
234 an hour to do the work.
235
236 JANE DOE: No, I don't even know where five hundred came from. We, we
237 never had an agreement.
238
239 NERAYOFF: [UI] When you say we never had an agreement, do you say that it
240 wasn't in writing or you didn't agree to it with [REDACTED]?
241
242 JANE DOE: I said send me the agreement, and I'll start work. That was it.
243
244 NERAYOFF: Did, you came to, I flew you to Florida to do work.
245
246 JANE DOE: You did not fly me to Florida. I was on my way to the Cayman
247 Islands, I stopped by to help out.
248
249 NERAYOFF: Okay.
250
251 JANE DOE: I drew stuff on the [UI], I said [REDACTED], this is how you do it, go for
252 it. I can draw some pretty boxes for you, which I showed you, I
253 drew some pretty boxes for you, this is how you do it. I was being
254 helpful.
255
256 JOHN DOE: I think we want a win-win situation as well too. I mean, Steve, but
257 we, we do need Ether, that, that's something that we just can't live
258 without at the moment.
259
260 NERAYOFF: Well you can sell my Company 1. The, the, that I left as collateral.
261
262 JOHN DOE: We cannot [laughs]
263
264 NERAYOFF: Why?
265
266 JOHN DOE: We cannot. That's-
267
268 NERAYOFF: Did, did you know that we had this conversation? Are you aware
269 of this? Are, Are you aware of everything that happened?
270
271 JOHN DOE: So, so are you saying that the Ether will not be given back to us?
272
273 NERAYOFF: [UI]
274
275 JOHN DOE: Because-
276

277 NERAYOFF: So you're saying the agreement as, that we had is not valid? I'm
278 just, I wanna know, I'm just, I wanna know, I'm just [UI] I want to
279 know at what point is an agreement valid with you two? Because
280 that, the one point three five wasn't a valid, now the three fifty
281 isn't valid. At what point do you guys say, oh okay, this one we're
282 gonna honor? Is it, [UI] I'm just curious when does your word,
283 when is your word good? And this is in writing.
284
285 JANE DOE: [VO] When one is not being threatened another person is when-
286
287 NERAYOFF: You were not threatened the first time.
288
289 JANE DOE: You [VO] the first time...
290
291 NERAYOFF: [VO] then why did I not get the nine hundred million?
292
293 JANE DOE: ... the agreement that we signed in July of [VO] 2017, we, we
294 signed-
295
296 NERAYOFF: I'm just asking you, why, why, if somebody's threatening you,
297 why would they give up nine hundred million eligible that are
298 locked up for two years anyway? That was an easy one. And
299 JOHN DOE said absolutely under no conditions. So if we're
threatening
300 you, why would I give that up? I did not threaten you that time...
301
302 MAN 1: Alright.
303
304 NERAYOFF: There was no [VO] threats.
305
306 MAN 1: Steve, let's just [VO] let's just [UI] take a break, we gotta take a
307 backseat break here for a sec.
308
309 MAN 1: We have to.
310
311 PETERS: Can we, can we do this? Can we do this? JANE DOE, JANE DOE
and JOHN DOE
312 you guys get out of here. I'm gonna talk with Steven for a little bit.
313
314 JANE DOE: Please.
315
316 PETERS: Uh-
317
318 MAN 1: We have to.
319
320 PETERS: We'll meet you guys, [VO] we'll meet you guys downstairs in the
321 lobby in twenty minutes.
322

323 MAN 2:

What part of the lobby is-

324

325

[END OF RECORDING]